

**EXHIBIT B**

**TO**

**DECLARATION OF**  
**ANDREW J. VOSS**

**In Support of Defendant's Motion to Transfer Venue and  
Consolidate Certain Plaintiffs with First-Filed Action**

**Re: Clark v. Ecolab, Inc.**  
**Court File No. 07-CV-8623 (DLC)**

**LITTLER MENDELSON, P.C.**  
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Counsel for Defendant  
ECOLAB INC.

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

CIVIL ACTION NO. 07-8623 (DLC)

MICHAEL CLARK, DAVID STARKMAN,  
FRANCO DESIMONE, and JOHN DINISI,  
individually and on behalf of all other similarly  
situated employees,

Plaintiffs,

v.

ECOLAB, INC.,

Defendant.

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**DECLARATION OF NANCY HAYES IN SUPPORT OF DEFENDANT'S MOTION  
TO TRANSFER VENUE AND CONSOLIDATE CERTAIN PLAINTIFFS  
WITH FIRST-FILED ACTION**

I, NANCY HAYES, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct based on personal knowledge:

1. I am currently employed by Ecolab Inc. ("Ecolab"), as a Senior Human Resources Representative. As a Senior Human Resources Representative, I am familiar with Ecolab's corporate structure and the services provided by its separate business units. I am also familiar with current litigation in which Ecolab is engaged in this judicial district relating to its employment practices with respect to the Route Manager position, and I have knowledge regarding the job duties and responsibilities of Ecolab's Route Manager position.

2. Ecolab is a St. Paul, Minnesota-based company engaged in the development and marketing of services and products relating to cleaning, sanitation, and service needs for the hospitality, institutional, and industrial markets.

3. Ecolab is divided into ten different business units, each with its own unique and complementary business focus. Ecolab's "Institutional" division focuses on products, programs, and services for the foodservice, hospitality, and healthcare industries, including warewashing, on-premises laundry, housekeeping, water filtration and conditioning, food safety products, and specialty kitchen and laundry products. The Institutional division is headquartered in St. Paul, Minnesota.


4. On June 8, 2004, plaintiffs' counsel, Getman Law Office, filed a civil action against Ecolab in the Southern District of New York, a currently pending case encaptioned *Masson v. Ecolab, Inc.*, 04-cv-4488 ("*Masson*"). The lead plaintiff in *Masson* is Institutional Route Manager Troy Masson, who brought the action on behalf of "all Route Managers who are not paid time and one-half overtime pay for hours over 40."

5. Pursuant to the court's August 17, 2005, order in *Masson*, plaintiffs' counsel distributed notices to a proposed collective class of Ecolab Route Managers, and over 150 individuals filed consent forms to join the *Masson* action. The *Masson* litigation remains ongoing and the parties are in the discovery process.

6. Similar to Troy Masson, two of the named plaintiffs in this case, David Starkman and John Dinisi, were both employed at Ecolab as Route Managers in the Institutional division. Similar to Troy Masson, Starkman is a former Ecolab Institutional Route Manager, employed from August 2001 to February 2007, who alleges he was improperly classified as exempt from the overtime requirements of certain laws and denied overtime payments. Dinisi, who was

employed by Ecolab from October 2004 to September 2007, was also employed as a Route Manager during the final period of his employment.

I declare under penalty of perjury that the foregoing is true and correct.

  
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NANCY HAYES

Dated: 12-21-07